

Pursuing Acceptance Excellence

Global Brand Development July 19, 1996

MCJ4137445

Executive Summary: Objectives, Overview, Topics



Mission/Objective

- For acceptance, the department's plans are focused on establishing a global acceptance development and relationship competency that drives market growth and brand usage, and sets strategic direction for delivering acceptance excellence worldwide through:
 - Global/regional acceptance development and market expansion (accelerate rapid displacement of cash and checks)
 - Multinational merchant acceptance development and relationship management



Overview: Value

- The promise of the MasterCard brand is "acceptance excellence" i.e., secure access anywhere.
- MasterCard has an acceptance network that is second to none.
 - Yet there remains enormous untapped opportunities in both traditional and new categories
 - Corporate objective to develop unsurpassed acceptance
- Investment in acceptance supports the brand value cycle, resulting in increased utility and, ultimately, more cards in force.



Overview: Investment

- Both of MasterCard's global competitors are investing heavily in building acceptance:
 - American Express established a corporate priority to match bankcard acceptance in order to increase brand value
 - Visa has parity acceptance with MasterCard; however, is perceived as having greater utility
- MasterCard's current investment in acceptance is disadvantageous; regions outside the U.S. have few dedicated personnel and little or no funding for acceptance development.

Overview: Corporate Objectives

- * Acceptance functions directly support five of MasterCard International's six corporate objectives.
- * 1. Build brand preference in key geographic markets
- * 2. Develop unsurpassed acceptance in existing and new markets categories
- * 3. Deliver new and enhanced products and services
- * 4. Enhance existing technology and operations services and promote development of new technology
- * 5. Build key member preference
 - 6. Improve association performance



Overview: Current Needs

- In addition to the goals of expanding acceptance in new and traditional segments and ensuring end-to-end quality, there are also key roles for acceptance support <u>now</u> in:
 - New Product Development & Commercial Product groups (fleet, premium, procurement, corporate card)
 - T&E Marketing (destination, partners)
 - Smart card platform/applications (stored value, loyalty, P.O.I. technology)
 - Electronic commerce (pilots)



Overview: Mid-term -- Trends

- Trends in electronic payments include expansion of
 - Remote access
 - Migrating to a smart card platform
 - Capture of information at the P.O.I.

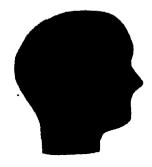
Overview: Mid-term -- Merchants

- The merchant community has an increasingly important role in MasterCard International's future direction, and is demanding more influence in payments issues.
 - Today, they can be leveraged to expand acceptance, drive usage, provide data, promote awareness, and contribute to card growth.
 - In the future, they will be investors, service providers, and end users within the evolving electronics payments infrastructure.



Overview: Future

• The vision of the future of acceptance includes a risk of <u>consumer and</u> merchant <u>confusion</u>, when multiple payment products and services are provided at single points of interaction.





Overview: Action Steps

- MasterCard International needs:
 - Short term strategies to grow the market now
 - Regional investment to build an acceptance function, leveraging global initiatives
 - Further integration of acceptance development initiatives to achieve a single vision of debit/credit/stored value, loyalty, smart card, PIN, electronic commerce
 - Long term strategies to ensure seamless transition with clear identification and consistent transaction-handling



Presentation Objectives

In this presentation, Global Brand Development will communicate:

- The state of MasterCard's acceptance today
- Our vision for acceptance in the future
- Recommendations on delivering acceptance excellence worldwide in the near and longer terms

Topics

- The Development Chain
- Acceptance Financials
- Acceptance Today
- Re-Branding
- Opportunities
- Member Feedback
- Trends/Critical Issues
- The P.O.I. Vision
- Achieving the Vision
- Recommendations

The Development Chain: Brand/Acceptance Cycle



An Acceptance Brand

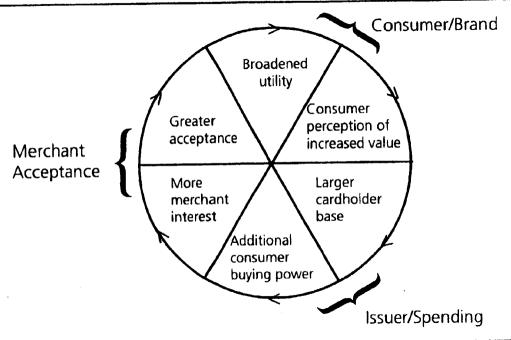
- Primary components of building the brand include increasing awareness and building value.
 - The MasterCard brand is a promise of "acceptance excellence".
 - The value to the consumer is secure access anywhere.
- Additional brand value can be generated by creating opportunities for expanded usage; for acceptance excellence, the cardholder needs confidence that:
 - He can use the card where he expects to
 - The system works well, consistently

The MasterCard acceptance network is a foundation for brand utility and preference for cardholders, members and merchants.

Case Study: American Express

- American Express' current merchant coverage lags both MasterCard and Visa.
 - The brand has a perception (and reality) of an acceptance gap.
 - This acceptance gap works against the perceived value of American Express' product offering:
 - Lower acceptance erodes both the actual and the perceived utility of the card
 - Ultimately making the card much less attractive to the consumer
 - Leading to slow new account growth and high attrition levels

The Brand Value/Acceptance Cycle



Greater acceptance enhances brand value for all constituents -- cardholders, merchants, acquirers, issuers -- across all products (consumer & commercial).

Case Study: American Express

- To increase brand value, American Express established the priority to match the merchant coverage of the associations.
 - Both numbers and categories (beyond T&E)
 - Targeting 100% merchant coverage of U.S. spending
- Their strategies include achieving this through:
 - More flexible pricing to merchant
 - Improved speed of payment to merchant
 - Increased distribution/retention (external bankcard sales force)
 - Leveraging bankcard new market development success

Currently, American Express' acceptance growth rate is greater than that of the bankcards (11.5% vs. 9.9%).

Case Study: American Express

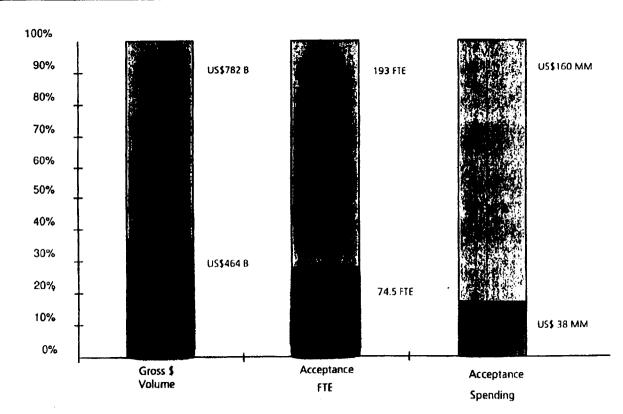
Further, American Express is leveraging its merchant base to improve product offerings beyond acceptance:

- Attempting to shift share via broader card programs: co-branding (hotel, entertainment, air tickets, auto companies)
- Pursuing the power to serve both merchants and cardmembers with a relationship statement
 - This provides the enhanced ability for targeted/measurable direct marketing

American Express' ability to sustain premium merchant pricing is a competitive advantage of the value of its brand.

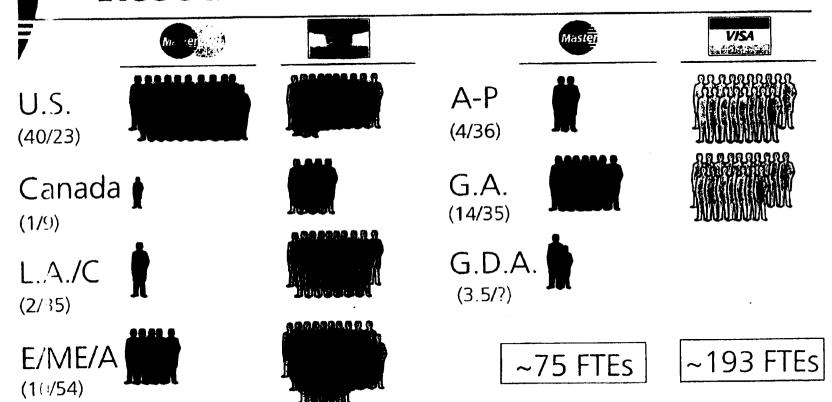
Acceptance Financials: Revenues and Investments

Acceptance Resources



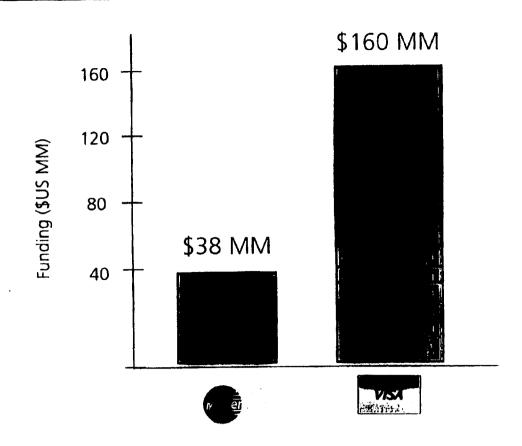
Source: Finance, Visa Estimates

Resource Allocation: FTEs



Scale: 1 Stick figure equals 2 FTEs

Resource Allocation: Funding



Resource Allocation

Estimated Dedicated Acceptance Resource Allocation

| | Mast | MasterCard | | A |
|-------------------|----------|------------|-----------|-----------|
| | FTEs | \$MM | FTEs | \$M M |
| United States | | | 24.0 | |
| | 35.0 | 20.0 | | |
| Debit | 5.0 | 3.0 | | |
| Canada | 1.0 | 0.2 | 9.0 | |
| Latin | 2.0 | 1.6 | 35.0 | |
| America/Caribbean | | | | |
| Middle East/Asia | 0.5 | 0.5 | 54.0 | |
| Europe | | | | |
| MasterCard | 1.5 | 1.6 | | |
| Europay (DR, CR) | 8.0 | 1.5 | | |
| Asia/Pacific | | 4.0 | 36.0 | |
| Greater China | 1.0 | | | |
| Southeast Asia | 1.0 | İ | | |
| Australia | 2.0 | | | |
| Global Acceptance | | | 35.0 | |
| Development | 10.0 | 2.9 | | |
| Relations | 4.0 | | | |
| Global Debit | 3.5 | 2.0 | | |
| TOTAL | ~75 FTEs | ~\$38 MM | ~193 FTEs | ~\$160 MM |

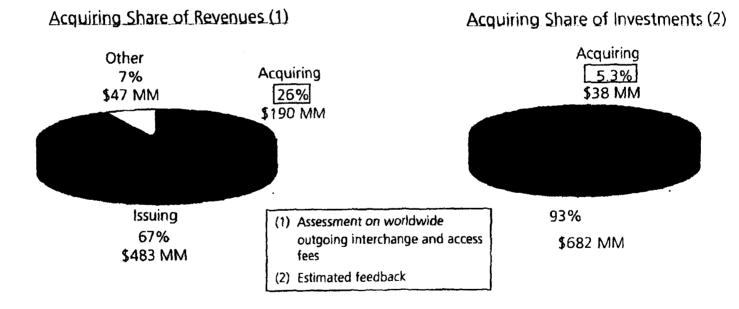
Acceptance Spending

- MasterCard shares with Visa a global merchant base that is second to none.
 - Yet Visa's ubiquity is perceived as superior
- MasterCard's acceptance investment is disadvantageous relative to Visa.
 - FTEs: 75 to Visa's 193
 - Funding: \$38 MM to Visa's \$160 MM
- MasterCard's resource commitment is also disproportionately lower versus its overall market share relative to Visa.



Acquiring Revenues vs. Investment

MasterCard's investment in acceptance is also disproportionate relative to acquiring revenues generated (26% to 5.3%).

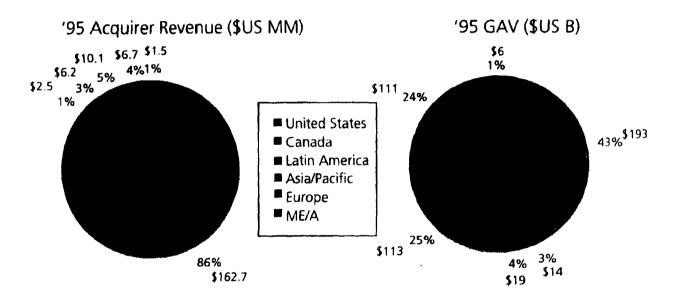


Source: Finance, 1995 Annual Report



Acquiring Revenues/Volume

There is an imbalance across the regions of acquirer revenues relative to volume (e.g., U.S. is 86% of revenues, yet only 43% of volume).



Total: \$US 189.7 MM

Total: \$US 456 B

Acceptance Today: Regional Growth, Market Penetration, and Consumer Perceptions

Compound Growth: Merchant Locations

| Region | Merchant Locations | | |
|--|--|---|--|
| | 40.95 | 5 Year CAGR | |
| Asia Pacific Canada Europe Latin America Middle East/Africa United States | 3,750,173 532,815 3,063,777 1,477,303 217,471 3,151,417 | 11.5% 2.5% 8.7% 13.2% 12.1% 3.5% | |
| Worldwide | 12,192,956 | 8.2% | |



Compound Growth: Cash Disbursement Locations

| Region | Cash Disbursement Locations | | |
|--|--|--|--|
| | 4Q'95 | 5 Year CAGR | |
| Asia Pacific Canada Europe Latin America Middle East/Africa United States | 19,500 4,300 140,000 12,000 11,000 96,000 | 3.3% 14.5% 8.3% 4.2% 11.9% 9.0% | |
| Worldwide | 282,800 | 8.2% | |

Compound Growth: ATMs

| Region | ATMs | | |
|--|--|---|--|
| | 4Q'95 | 5 Year CAGR | |
| Asia Pacific Canada Europe Latin America Middle East/Africa United States | 9,741 7,587 130,119 8,155 3,500 102,456 | 114.1% 34.0% 70.2% 43.8% n/a 16.1% | |
| Worldwide | 261,558 | 36.0% | |



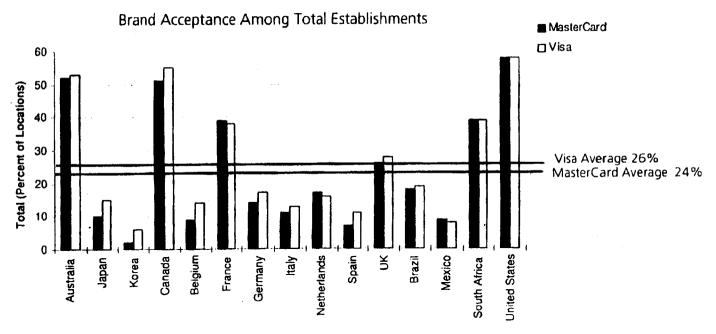
Compound Growth: Total Acceptance

| Region | Total Acceptance | | |
|--------------------|---------------------|-------------|--|
| | <u>4</u> Q'95 | 5 Year CAGR | |
| Asia Pacific | 3,779,414 | 11.6% | |
| Canada | 544,702 | 2.8% | |
| Europe | 3,333,896 | 9.6% | |
| Latin America | 1,497,458 | 13.2% | |
| Middle East/Africa | 231,971 | 12.5% | |
| United States | 3,349,873 | 3.9% | |
| Worldwide | 12,737,314 | 8.6% | |



Merchant Perception: Claimed Acceptance

Mirroring EFMA acceptance information, MasterCard and Visa have similar acceptance, based on merchant audits.

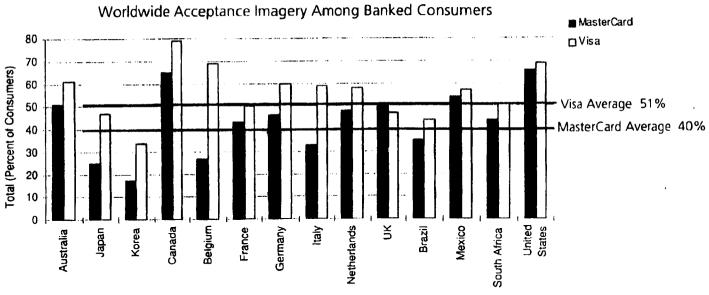


Q: Auditor asks merchant if they accept MasterCard and Visa

Source: 1995 Global Merchant Audit

Consumer Perception: Acceptance

Though its acceptance network is essentially the same as MasterCard's, Visa is perceived as having stronger worldwide acceptance.



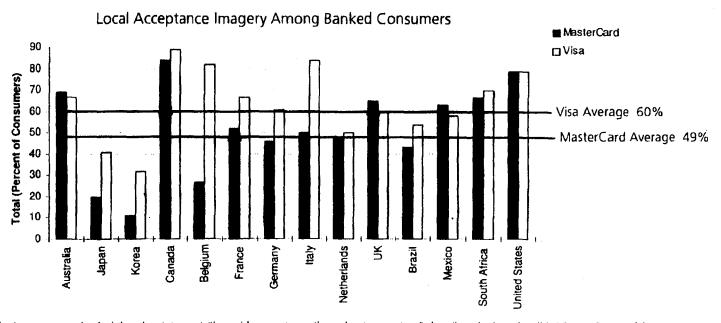
Q: % banked consumers who feel that the statement "has wide acceptance throughout the world" describes the brand well (4&5 on a 5 pt. scale)

Source: 1995 Global Brand Awareness Study



Consumer Perception: Acceptance

Visa is also perceived to have stronger local acceptance than MasterCard.

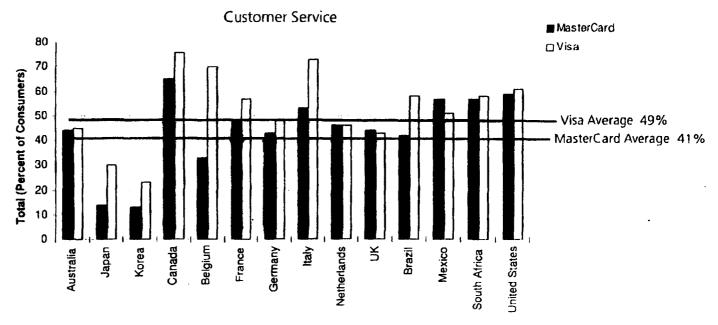


Q: % banked consumers who feel that the statement "has wide acceptance throughout <country>" describes the brand well (4&5 on a 5 pt. scale)

Source: 1995 Global Brand Awareness Study

Consumer Perception: Customer Service Quality

Similarly, customer service imagery is stronger for Visa than for MasterCard.



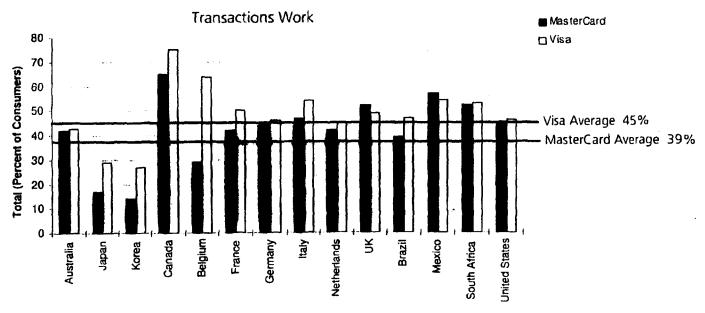
Q: % banked consumers who feel that the statement "offers prompt and dependable customer service "describes the brand well (4&5 on 5pt. scale)

Source: 1995 Global Consumer Tracking Study



Consumer Perception: Transaction Quality

Visa is perceived to have stronger POI service quality than MasterCard.

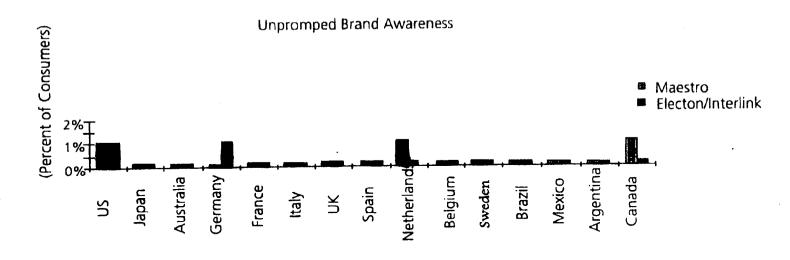


Q: % banked customers who feel that the statement "transactions always go through" describes the brand well (4&5 on 5 pt. scale)

Source: 1995 Global Consumer Tracking Study

Awareness: P.O.S. Debit Brands

There is virtually no awareness of global on-line P.O.S. debit brands. However, Visa recently announced an overbranding strategy that will drive greater acceptance perception for Visa.

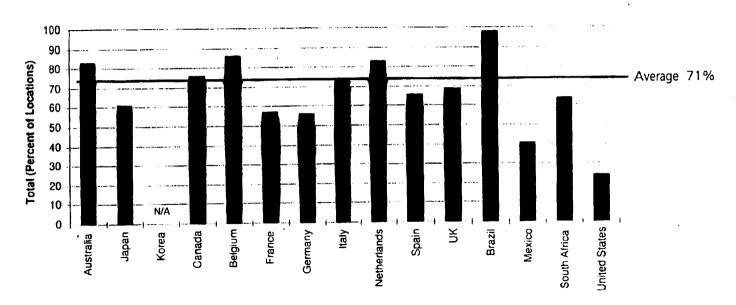


Acceptance Excellence: Re-Branding and Quality



Re-Branding: Current Signage

Merchants Displaying Current MasterCard Brand Mark Among Merchants Displaying MasterCard Signage*



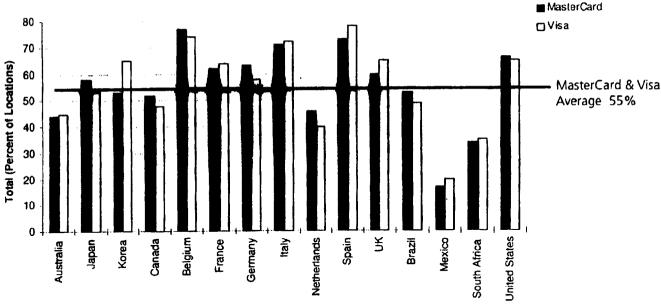
^{*} Includes Interior and Exterior Signage Source: 1995 Global Merchant Audit



Re-Branding: Current Exterior Signage

MasterCard and Visa also have a similar signage presence. Levels need to be improved among accepting locations.

Merchants Displaying Exterior Brand Signage Among Merchants Accepting Brand



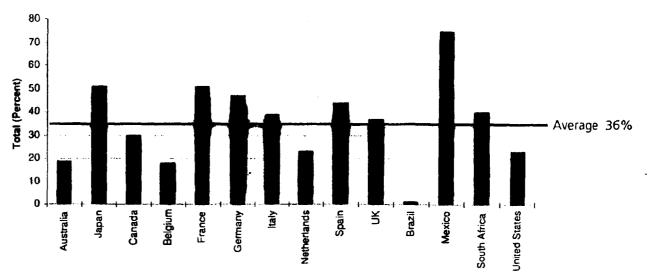
Q: Auditor notes all payment card brand logos displayed on front door or window



Re-Branding: Logo Conversion

"Redecalization" is not easy to achieve, as evidenced by the presence of MasterCard's pre-1991 logo. A systematic approach to redecalization is needed.

Merchants Displaying Qld MasterCard Brand Mark Among Merchants Displaying MasterCard Signage: Exterior



Q: Auditor notes all payment card brand logos displayed on the front door or window.

Re-branding: Current Status

- New mark approved; proceeding with new mark "negative testing" and art work development
- Scenarios for Eurocard decal provided
 - Generic work plans and approach discussed with Europay; requires finalization
 - Europe re-branding will account for 25% of signage among our total acceptance network
 - And seven of the eleven largest markets with partner brand issues
- Other key markets to be prioritized for P.O.I. re-branding include:
 - Mexico
 - Korea
 - Argentina
 - Brazil





Re-branding: Criteria

- Criteria for re-branding include prioritizing efforts in line with:
 - Partner brand elimination opportunities (i.e., Brazil)
 - Brand-building markets (i.e., Argentina)
 - Key initiatives (i.e., World Cup promotions)





Re-Branding: Strategies

- Strategies include:
 - Focusing initially on key destination cities
 - Targeting high volume markets and merchant categories (i.e., T&E, Retail)
 - Other conversions to take place as part of longer-term total conversion cycle
 - U.S., etc.
 - Non-scrape & peel categories

 (i.e., petroleum signage)

Re-branding: Funding

- Funding approaches to be defined, each having varying success rates
 - Mandates with Special
 - Promotions
 - Budget allocations
 - Investment by membership
 - ? TBD



Acceptance Excellence vs. End-to-End Quality Standards

"Acceptance excellence" currently being defined (with Europay). End-to-end quality standards defined, and include:

- Acceptance penetration
- Signage
- Conditional acceptance
- Brand preference
- P.O.I. service quality



- Emergency services
- Fraud
- Issuer customer service
- Merchant service/education
- Personal information management

Franchise Management: measures and enforcing compliance
Global Acceptance and regions: develop and improve the business

Opportunities: Consumer Spending and Merchant Categories

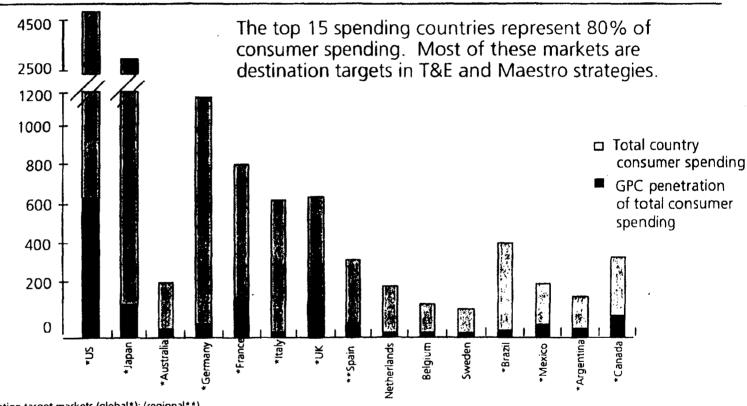


Opportunities: Overview

- MasterCard's current acceptance penetration represents only a fraction of the total US\$ 11.7 trillion spending at merchant locations in the top 15 markets alone.
- Current usage levels are also relatively low.

Penetration and usage can be increased, even in "established" merchant categories and developed regions.

Market Potential

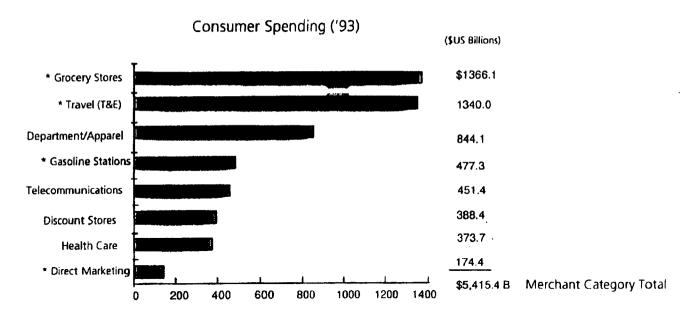


Destination target markets (global*); (regional**)

Source: 1995 International Country Overviews

Consumer Spending

Eight key merchant categories represent over 40% of consumer spending in the top 15 spending markets.



^{*} Targeted in 1997 Plan

Worldwide Category Spending ('93)

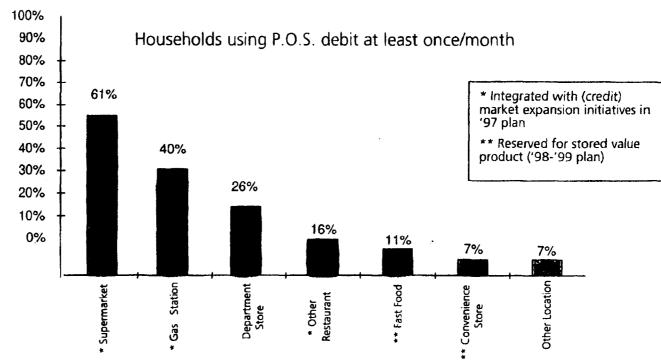
Programs targeting these merchants segments can result in significant growth in most regions.

| | | | Total | | • | | |
|-------------------|---------|-------|---------|-------|------|--------|---------|
| (\$US B) | Total | U.S. | Non-US | A-P | Can | L.A./C | E/ME/A |
| Grocery Stores | \$1,367 | \$371 | \$996 | \$284 | \$37 | \$63 | \$612 |
| Petroleum | 477 | 134 | 343 | 80 | 11 | 37 | 215 |
| Direct Marketing* | 174 | 70 | 104 | 40 | 6 | 3 | 55 |
| Restaurants | 648 | 183 | 465 | 162 | 15 | 38 | 250 |
| TOTAL | \$2,666 | \$758 | \$1,908 | \$566 | \$69 | \$141 | \$1,132 |

^{*} Continued high growth

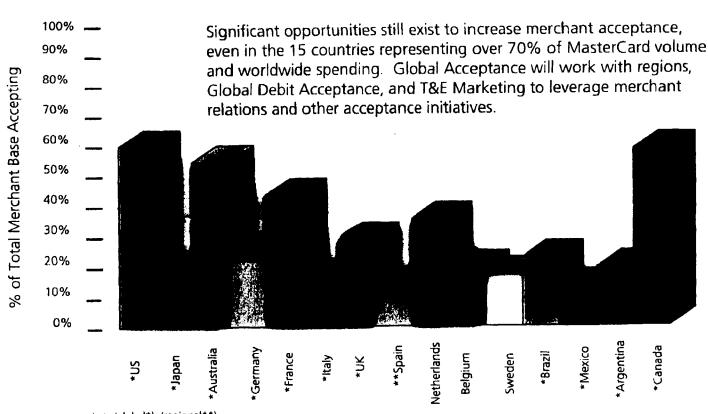
Debit Card Usage

Initiatives targeting certain merchant segments for regional development will integrate debit and credit functionality; small ticket categories are reserved for stored value.



Source: Payment Systems

Destination Market Acceptance

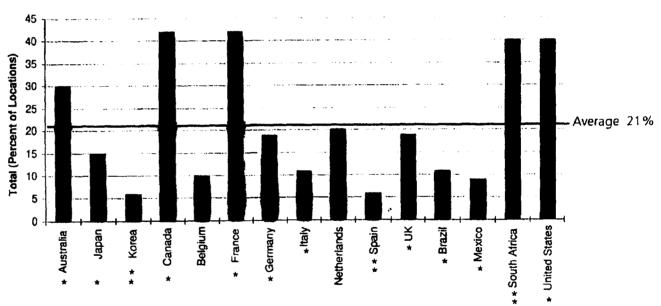


Destination target markets (global*); (regional**)

Claimed Merchant Acceptance

There is significant opportunity to increase penetration in "established" merchant categories, even in the T&E categories in MasterCard's targeted destination markets.

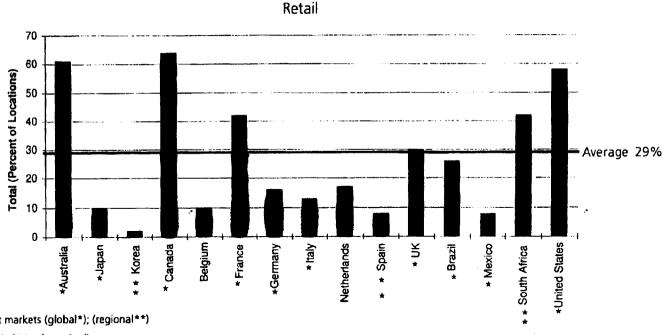




Destination target markets (global*); (regional**)

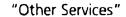
Claimed Merchant Acceptance

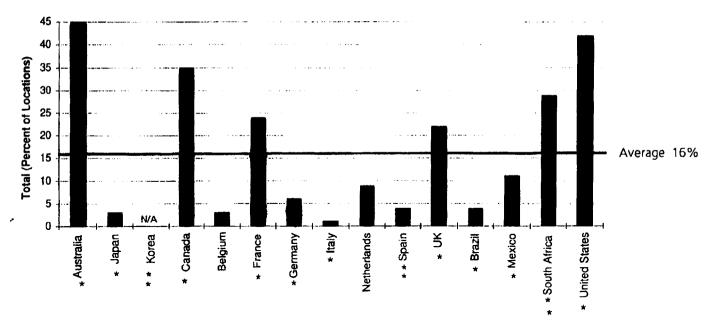
Acceptance in "Retail" is MasterCard International's strongest category, yet there is still room for growth - even in developed countries. Merchant relations and regional initiatives can be focused to achieve growth in destination markets.



Destination target markets (global*); (regional**)

Claimed Merchant Acceptance



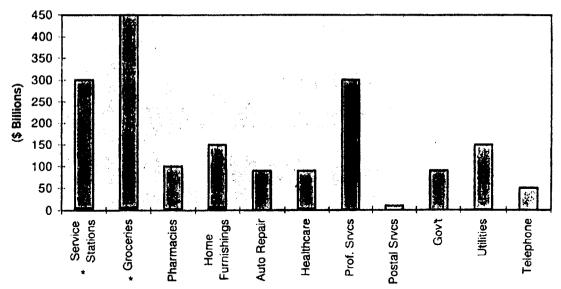


Destination target markets (global*); (regional**)

Acceptance Penetration

Opening new categories can generate substantial incremental volume and increase utility and brand value.

U.S. Region "Untapped Categories" (\$1,780B)



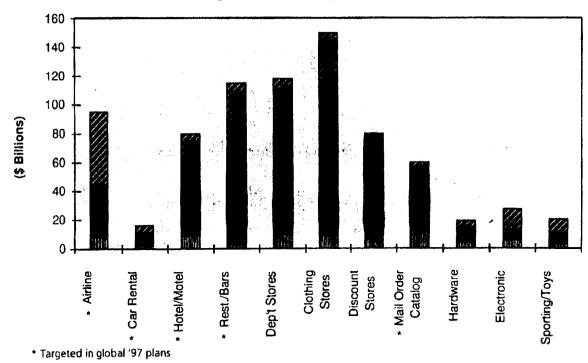
| Service Stations Groceries Pharmacies Home Furnishings | MCI Vol (\$B) 5 6.8 2.3 7.6 |
|---|---|
| Auto Repair Healthcare Prof. Srvcs Postal Srvcs Gov't Utilities Telephone | 0.3 3.5 1.3 0 0 0.6 0 |
| TOTAL SPEND CARD | |

^{*} Targeted in global '97 plans

Acceptation Penetration

Even in the most developed regions' highest usage categories, substantial growth opportunities exist in both penetration and usage.

"U.S. Region Mature Categories" (\$800B)



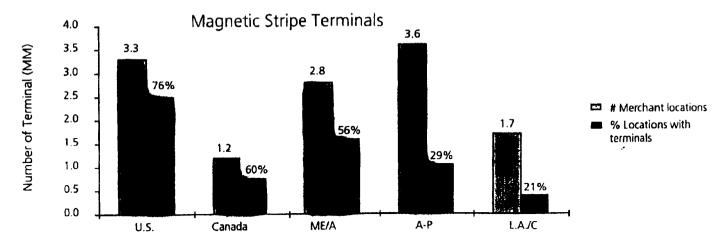
| Categories | 1995 MCI Vol. (\$B) | | | |
|--------------------|---------------------|--|--|--|
| Airline | 8.1 | | | |
| Car Rental | 2.2 | | | |
| Hotel/Motel | 9.1 | | | |
| Rest./Bars | 8.5 | | | |
| Dep't Stores | 11 | | | |
| Clothing Stores | 9.1 | | | |
| Discount Stores | s 6.8 | | | |
| Mail Order Cata | alog 15 | | | |
| Hardware | 4 | | | |
| Electronic | 5.9 | | | |
| Sporting/Toys | 3.2 | | | |
| Other Payment Type | | | | |
| Other Ca | Other Card | | | |
| m MCI VOL. (\$B) | | | | |
| | | | | |

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Opportunities: Terminals

More than half the merchant base is not yet electronic; none are EMV - compliant, smart card-ready.

- 6.0 million merchant locations have magnetic stripe terminals.
- 6.7 million merchant locations are still paper-based.



Source: MasterCard Terminalization Share Research (11/95)

Opportunities: Terminals

Most regions listed "terminalization" as a near term priority

- Specific initiatives are already underway
 - Korea
 - Latin America: fraud-related & IEI





- Additionally, the two vendors with the largest global market share of terminals have entered agreements with MasterCard International for increased terminal deployment at discounted rates to the membership (VeriFone, Hypercom).
- MasterCard International can continue to support the membership through concentrated expansion.

Need to consider timing for EMV-compliant smart card terminals (e.g., VeriFone PIN pad re-deployment)

Opportunities: Development

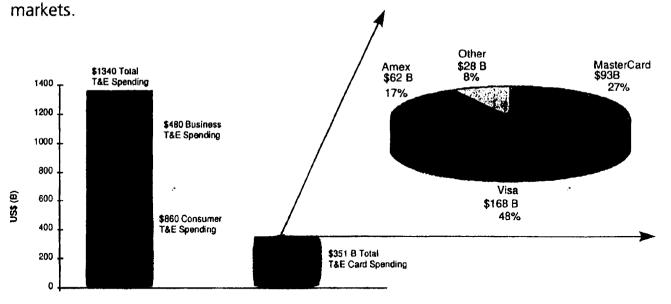
Global Acceptance Developments' category targets (in T&E and Maestro destination markets

- <u>Supermarkets</u>: large underpenetrated market, everyday usage, debit (and stored value)-friendly (for credit integration), PIN usage
- <u>Direct Marketing (MO/TO)</u>: large category, continued high growth potential, strong average ticket size, credit-friendly (remote services), substantial consumer and business interest
 - <u>Electronic commerce</u>: enables increased security and faster global reach
- <u>Petroleum</u>: large category, consumer and business use, target for every product provided by MasterCard (credit, debit and stored value-friendly, consumer and commercial card), visible, everyday usage
- <u>Restaurants</u>: everyday usage, consumer and business use, large underpenetrated category, visible

Opportunities: Relations

Global Acceptance Relations' category targets: Air, Hotel, Car Rental, Cruise Lines --

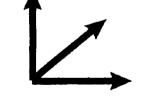
Untapped T&E spending exceeds US\$ 980B, or 74% of total T&E spending, and represents approximately 9% of the untapped consumer spending. Merchant and acquirer relations will be leveraged to achieve growth in penetration and usage in MasterCard and Maestro destination



Source: T&E Marketing Plan

Opportunities: Summary

- Global acceptance plans focus on accelerating the displacement of cash and checks (for consumer and business payments), via integrated product acceptance strategies and turnkey marketing programs designed to:
 - Grow existing categories
 - Expand non-traditional segments
 - Develop acceptance for newer products (debit, stored value, procurement, fleet)



• With the regions, Global Acceptance will focus business development efforts on T&E and Maestro destination markets, across a variety of everyday and travel use categories.

Opportunities: Summary

- Sustainability of <u>preference</u> is a question.
- By growing the overall market vs. battling for share, MasterCard can:
 - Generate incremental revenue
 - Provide greater access to cardholders (building brand value)
 - Establish itself as the leader
- By allowing Visa to assume acceptance development leadership, MasterCard's gap in acceptance perception is increasingly disadvantageous, weakening the company's position.

Acceptance Development Leadership

Today, though acceptance is at parity, Visa has perceived greater utility.





Perception





Reality - equal

If MasterCard leads acceptance development, perception of MasterCard utility increases (as does Visa's in short term).







Perception





Reality - equal

Short Term Long Term

If MasterCard follows Visa in acceptance development, perception of gap increases, even though reality of acceptance remains equal.





Perception



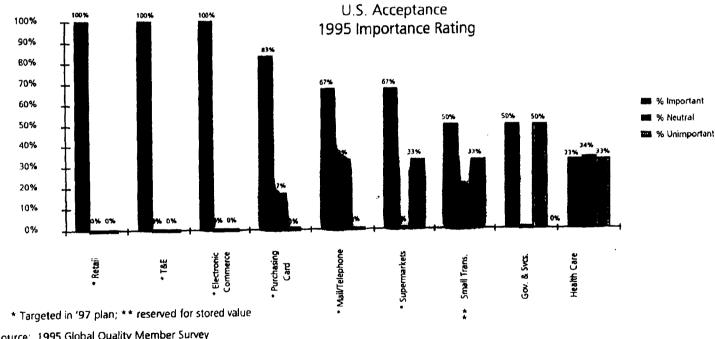


Reality - equal, or less

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Acceptance Importance

If the U.S. Region is representative, members believe acceptance in new technologies, new products, certain new markets, and traditional major merchant categories are important areas of focus.



Source: 1995 Global Quality Member Survey

Acceptance Development

When MasterCard allocates resources to acceptance development, member perceptions improve.

| % Satisfied with MasterCard's Acceptance Development | | | | | |
|--|-------------------|------------------|------------|--------------|------------------|
| Overall | <u>U.S.</u> 78 | <u>A-P</u> 32 | ME/A 33 | L.A./C 88 | <u>CAN</u> 50 |
| T&E | 24 | 45 | 40 | 100 | N/A |
| Small Tickets | <u> 25</u> | 17 | 40 | 42 | 1 |
| Supermarkets | 87 | 36 | 40 | 67 | |
| Health Care | 66 | 36 | 20 | 60 | |
| Retail | 50 | 36 | 20 | 86 | |
| Government | 63 | 8 | 0 | 25 | - |

U.S. - Interchange, usage, sales, and co-branding programs (Supermarkets) L.A./C - VeriFone deployment (Retail, T&E)

Trends and Critical Issues

Member Feedback

Member Feedback: Importance and Satisfaction Ratings

Trends:

Remote Services, Smart Card Platform, P.O.I. Information

Trends: Merchant Influence

The value of the merchant is increasingly important as MasterCard expands its products and services. For example, merchants are commercial entities that -- relative to MasterCard -- are:

- Payment Acceptors
 - Credit
 - Debit
 - Stored value
 - Procurement
- Usage Generators
 - Promotions
 - Preference
 - Destination partners

- Value Partners
 - -Co-Branding
 - -Loyalty
- Technology Investors
 - Smart card systems
 - Information (consumer and business)
- Service Quality Providers
- Commercial Products Clients/Vendors
 - Corporate card
 - Procurement services

Trends: Enabling Technologies

TECHNOLOGIES

Smart card platform

Consumers/Business Users

Payment options Usage incentives Increased security ENABLE Merchants

Integrated electronic payments options
Value added services; incremental revenues
Operational efficiencies/cost reductions

Increased security

Marketing information

Expanded delivery channels

(Internet, EDI, In-flight commerce, ITV)

Remote access

(Increased security)
Commercial MIS

Global procurement viability

Remote delivery

Incremental revenues
Operational efficiencies
(Increased security)

MIS

Customer-activated devices

(CATs, customer-select key pads, vending machines, ATMs, load/balance terminals, PCs, GSMs) Remote access to services

Payment options Increased security

Remote access to accounts/funds

Remote delivery

Integrated electronic payments options

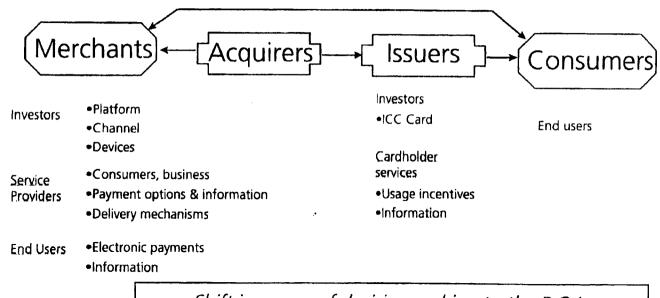
Incremental revenues
Operational efficiencies

Increased security

Increased use of cards as payment vehicles of choice (displacing cash/checks)

Trends: Shift in Value Chain

As a growing importance in the evolving value chain, merchants will demand greater influence in payment industry issues.



Shift in power of decision-making to the P.O.I. (Merchant: services provided; Consumers: option chosen)

Critical Issues

Needs

- Redefine non-face-to-face ("MO/TO")
- Realign liabilities
- Reassess interchange/pricing
- Integrate operating policies

To address

- Secure remote environment
- Expanded P.O.I. (methods of access, merchant markets)
- Enhanced services (more options/cardholder interaction)
- Introduction of PIN for MasterCard at the P.O.I.
- Broadened product set into new markets (stored value in small tickets, procurement in wholesale)
- Increased P.O.I. information





Critical Issues

- P.O.I. information opportunities are enabled by technology trends. MasterCard needs an overall strategy, as:
 - Loyalty program definition underway
 - Global commercial product MIS requirements/delivery mechanism being redefined
 - Ownership, usage, capture, delivery not determined
 - Total opportunity not addressed/assigned

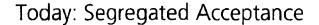
Critical Issues

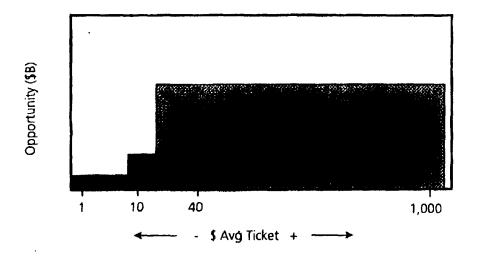
- MasterCard needs to put management processes in place to ensure a seamless transition to this new environment.
 - Payment options and value added services available
 - Consumers understand access and capability
 - Secure and safe environment established
 - Infrastructure in place to make it work

Results in payment utility expansion: new products, additional markets, expanded channels, value added services, useful information

The Vision: Multiple Applications at More Points of Interaction

Impact of Platform Upgrade





• SV as Standalone:

- Fast food
- Supermarket
- Petroleum
- Convenience stores

•DR w/on-line PIN

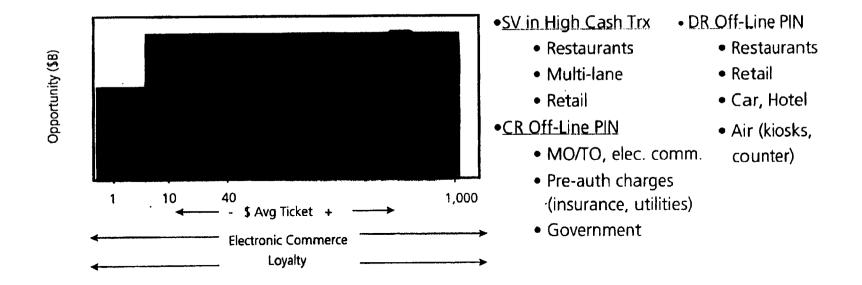
- Supermarkets
- Petroleum
- (Multi-lane retail)
- (Drug store)
- (Counter-pay restaurants)

•CR Only

- Air, Hotel, Car, Retail
- MO/TO
- Recurring Charges

Impact of Platform Upgrade

Future: Chip/PIN/Customer-select: expansion and integrated acceptance



The Implications of PIN(/CVM)

- In general, will decrease costs within system for both issuers and acquirers
- Issuers
 - Secure credit self-select often not available (remote; debit in-branch)
 - Concern of PIN consolidation; increased fraud risk
 - Concern of card consolidation; ensure retention of profitable accounts
 - Timing critical: CAM required (re: mag stripe/ATM fraud)
- Merchants
 - PIN can be effective and efficient at the P.O.I.
 - Willingness to support/promote if investment balanced with liabilities/costs
 - Timing critical: one time equipment/training investment
- Cardholders
 - Do not know credit card PINs; did not self-select and do not remember
 - Concerns of privacy and safety
 - No information on behavioral impact to date; biometrics not addressed

Transition Years

Consumer



What key do I push?
Which account did this hit?
When do I use my PIN?
I have too many PINs and can't remember any of them!
Can I get loyalty points here?
Why is this taking longer than the last guy?

Payment Vehicles





Mag stripe - Credit & Debit

Signature

Chip: Potential

- Credit
- Debit
- Stored Value
- Loyalty

PIN



What card in which device? Where do I sign?

Remote





Cable TV Set-Top



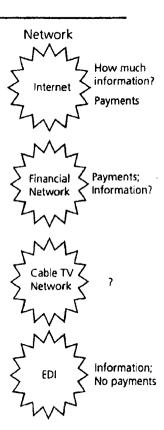
CATs (petrol pump?)

Is the message secure?
Is a PIN used?
Can I use my DDA account?
Do I need a card?
Do I swipe or insert the card?

Merchant Location



What payment types can we accept?
When do I ask for PIN?
Do we take this card?
How do I add loyalty?
What if the chip card is broken?



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Achieving the Vision

Brand Acceptance Goals

- Widespread acceptance across variety of products
- High MasterCard brand awareness
- Clear identification of what products/applications accepted at which points of interaction
- Efficient, convenient, reliable transactions
- Seamless handling at the point of interaction

Merchant Support

- Smart Card/PIN platform: value proposition
 - Cost reductions via operational efficiencies, reduced chargebacks (45%<#, 37%<\$), and additional payment options
 - Incremental revenues via value added services
 - Improved customer service/relations via broader options and programs

Willing to invest/support/promote, provided:

- Overall payment costs are reduced, and liabilities adjusted
- Industry ensures cardholders educated/aware
- One time equipment investments to chip/PIN
- Incentive program established; migration plan reasonable

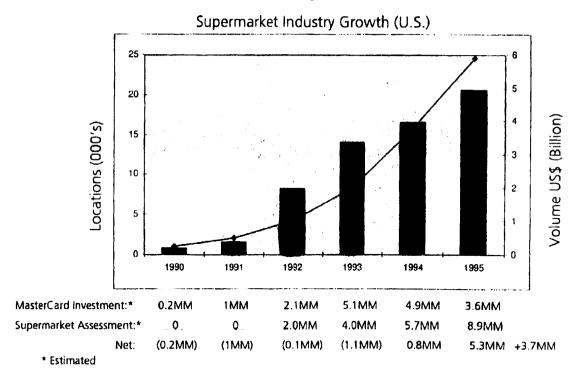
Global Acceptance Strategies

Short term - capitalize on opportunities:

- Increase penetration/access, focusing on T&E and Maestro destination markets (global and regional)
 - Enlarge traditional market penetration
 - Strengthen merchant relations
 - Implement responsive/balanced operating policies
 - T&E:
 - Global: air, hotel, cruise (destination)
 - Regional: petrol, restaurants
 - Retail: direct marketing
 - Develop new markets in regions: supermarkets (/warehouse clubs)
 - Grow new product acceptance in traditional and underpenetrated categories (fleet, procurement, stored value)
 - Expand access (electronic commerce, CATs)

New Market Development

Investment in market development can focus acquiring sales initiatives to achieve MasterCard International's goals.



Global Acceptance Strategies

- Support usage/preference/issuance
 - Leverage targeted, established multinational categories to implement preference programs (promotions partners)
 - Target certain merchants as clients or co-branders for commercial products
 - Expand co-branding partnerships via merchant community
 - Work with merchants in regions to support T&E and Maestro destination strategies
 - Refine operating policies for multinational categories (Oct. IOC)
 - Conduct bi-annual acceptance rep forums



Global Acceptance Strategies

- Develop and implement integrated, global acceptance strategies
 - Communicate to the organization
 - Establish P.O.I. steering committee



Short Term Strategies: Pursue Acquirer Revenue Opportunities

In addition to reallocating existing funds, MasterCard International can pursue other opportunities for revenue-generation from the acquiring business, including:

- Redistribution of currency markup
- Outgoing interchange fees
- Supermarket, other new market development fees
- Authorization services for computerized central reservation services (air; future: hotel, car)
- Multinational category transaction fee
- Global transaction fee (e.g., airline, electronic commerce)



Short Term Strategies: Get Needed MIS

- All transactions through system
- Acceptance market share (vs. cards, cash, checks) debit/credit (/stored value, procurement, fleet, etc.)
- Major merchants by region, country, industry # locations, volume, share, ownership (corporate/franchise)
- Major acquirers & interests third parties, countries, major industries/merchants
- Technological complexity #'s of devices, types
- Acquirer/merchant volume trx, \$, % by MCC, fraud, c/bs
- Universal merchant identification



Mid-term Strategies/Needs

- Dedicate resources to begin working on mapping to the future P.O.I.
 - Empower/authority to influence P.O.I. direction (short term and long term)
 - Integrate initiatives across organization
- Develop P.O.I. strategies in conjunction with product strategies
 - e.g., chip debit/credit task forces currently separate
- Ensure plans address products, platforms, channels

Not accounted for in '97 plan

Longer Term Needs

- Regarding the platform migration to smart card technology, preparation for the future requires deliberate management/work plans.
 - Identify what we know and do not know
 - Create timelines, milestones
 - Launch communication to constituencies to be prepared
 - Manage the transition years

Consistency at the P.O.I. is necessary, or the process may not work well after billions of dollars invested.

Achievable Results

- MasterCard becomes the established leader in payment systems
- Costs reduced thoughout system
- Seamless acceptance, minimal disruption to consumer
- Increased value of the brand



Risk: Disenfranchisement, wreck brand, lose what we have

Proposed 1996-97 Roles/Structure:

Global vs. Regional

Proposed Roles

Regions

- Begin to build acceptance function
 - May consider deploying an individual in Global Acceptance Development for a year of training
 - May consider a global resource in the region temporarily to help establish unit/plans
- Establish acquirer relations
- Assess market needs/priorities
- Develop targeted categories (leverage Global initiatives) in specified global and regional destination markets
- Ensure quality improvements; promote "terminalization"
- Provide smart card pilot support

Proposed Roles

Global Acceptance Development

- Support regions in underpentrated market development/expansion (focusing on destination markets)
 - '96-'97 develop turnkey marketing materials, education, incentive program (supermarkets, petroleum, restaurant, direct marketing)
- Product and platform acceptance development (merchant/acquirer impact assessment and acceptance strategies)
 - Chip technology & applications
 - Electronic commerce pilots
 - Fleet and procurement acceptance development
- Creation of global templates for acceptance quality, measurements, and planning
- · Working with:
 - Chip Team
 - Electronic Commerce
 - Global Deposit Access
 - Global Product Development
- Global Corporate & T&E Marketing
- U.S. Acceptance (New Markets)
- Franchise Management
- Regions

Proposed Roles

Global Acceptance Relations

- Work with specific established multinational categories and key cross-border acquirers to achieve the following (focusing on destination markets)
 - Increase preference
 - Generate incremental volume
 - Build acceptance of new products
 - Manage acceptance business policies/ operations (e.g., "global transaction")
- Develop new revenue streams
- Increase information compliance
- Cross-sell issuing programs
- Prepare for smart card platform

- · Working with:
 - U.S. Acceptance (Established Categories)
 - T&E Marketing
 - Global Promotions
 - Franchise Management
 - Global Product Management

Recommendations

Jump start acceptance now

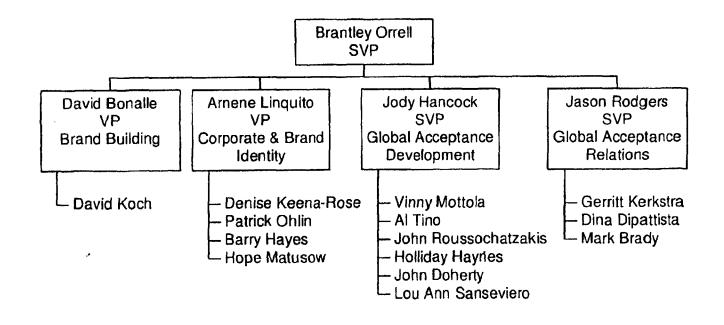
Map the way to the future



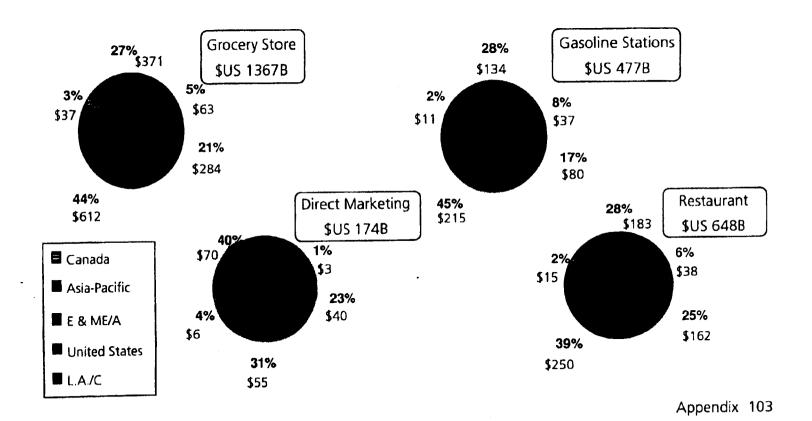
Sources Used

- 1. Brand Development Study
- 2. Merchant Audit
- 3. Key Statistics ('97 Planning)
- 4. VeriFone Terminal Study
- 5. Multinational Merchant Plan
- 6. Quality Member Survey
- 7. Business Plans Region/Corporate

Global Brand Development



Worldwide Category Spending ('93)



Roles vs. Other Organizations

- U.S. Acceptance
 - T & E Airlines, Hotel, Car Rental, Cruise Lines (U.S.-based) relationships, forums, tools, programs
 - Catalog expansion outside the U.S.
 - Supermarket funding in U.S. vs. in other regions
 - Electronic Commerce expansion outside the U.S.
- T & E Marketing: merchant/corporate participants, destination strategies
- Global Debit Acceptance: new markets in regions
- Commercial Card Products: cross-border clients
- Procurement Cards: acceptance development
- Co-Branding: merchant participants
- Chip: acceptance strategies and pilots
 - Policy development (seamless transition from magnetic stripe, and consistent handling of payment options)
- PIN/biometrics study

Appendix 104

Regional Needs (Reflected in Global Acceptance Plan)

- New Market Development A-P, L.A./C, Canada
- Maestro Acceptance GDA, L.A./C, ME/A, A-P, Europay
- New Channels A-P, ESG, L.A./C
 - Electronic Commerce expansion/education
- Chip-Related Chip, L.A./C, A-P, Canada, ME/A, ESG
 - CVM (PIN, biometrics)
 - Chip implementations
 - Stored value pilots
 - Loyalty development
 - Integrated policy/practice development
- Acceptance excellence plans ME/A, L.A./C, Franchise Management, Europay
 - Global Member Survey
 - "Terminalization" paper to electronic
 - End-to-end Quality Franchise Management; Member Survey
- Products A-P, Global Marketing, Canada
 - Enhanced product set (fleet, procurement)
 - Purchasing

Appendix 105

Corporate Needs (Reflected in Global Acceptance Plan)

- T & E L.A./C, Global Marketing
 - Destination marketing
 - Corporate strategy
- Branding Canada, Europe
- Co-Branding U.S.
 - New partners
 - Business development
- Sponsorships
- MCU
- Operations U.S.
 - Interchange
 - Data Delivery
- Technology/Connectivity A-P
 - Processing center
 - Wireless networks